

DECLARATION AND POWER OF ATTORNEY

Each one of us, Douglas G. Lowenstein, Gary P. Curwin, and Robert R. Geitz, hereby declare that:

My residence, post office address, and citizenship are as stated below next to my name;

I verily believe that we are the original, first, and joint inventors of the invention or discovery entitled FINANCING OF TENANT IMPROVEMENTS, which is described and claimed in the attached specification;

I acknowledge my duty to disclose information that is material to the examination of the application in accordance with 37 C.F.R. § 1.56(a), and acknowledge the duty to disclose material information as defined in 37 C.F.R. § 1.56(a) that occurred between the filing date(s) of our earlier filed U.S. parent application(s) listed below, and the filing date of this continuation-in-part application;

I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

This application discloses and claims subject matter disclosed in our earlier filed applications, U.S. Provisional Application Serial No. 60/142,612, filed July 7, 1999. Priority is hereby claimed of that application.

POWER OF ATTORNEY: I hereby appoint the following attorneys to prosecute this application and transact all business in the Patent and Trademark Office connected therewith:

James R. Warnot, Jr., Reg. No. 34,455, David M. Klein, Reg. No. 35,221,
David E. Boundy, Reg. No. 36,461, Donna Marie Werner, Reg. No. 36,719,
Warren L. Nachlis, Reg. No. 41,216, Alex V. Chachkes, Reg. No. 41,663,
Antoinette E. Baker, Reg. No. 44,018, and Anthony Meola, Reg. No. 44,936,
all of Shearman & Sterling, 599 Lexington Avenue, New York, NY 10022,
(212) 848-4000

Send correspondence to:

Shearman & Sterling
Intellectual Property Docketing
599 Lexington Avenue
New York, NY 10022

Direct telephone calls to David E. Boundy, Esq. at telephone number (212) 848-7928.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these

statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.


First Inventor: Douglas G. Lowenstein
Residence: 57 East Cedar Street, Livingston, New Jersey 07039
Citizenship: US
Post Office Address: 57 East Cedar Street, Livingston, New Jersey 07039

Signature of First Inventor:
Date:

7/7/2000 


Second Inventor: Gary P. Curwin
Residence: 300 East 54th Street, Apt. 16B, New York, NY 10022
Citizenship: US
Post Office Address: 300 East 54th Street, Apt. 16B, New York, NY 10022

Signature of Second Inventor:
Date:

7/7/00 

Third Inventor: Robert R. Geitz
Residence: 83 Gerrish Lane, New Canaan, CT 06840
Citizenship: US
Post Office Address: 83 Gerrish Lane, New Canaan, CT 06840

Signature of Third Inventor:
Date:

7-7-00 

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant(s): Douglas G. Lowenstein, et al.

Serial No.: unassigned

Art Unit: unassigned

Filed: July 6, 2000

Examiner: unassigned

Title: FINANCING OF TENANT IMPROVEMENTS

**STATEMENT (DECLARATION) CLAIMING SMALL ENTITY STATUS
37 C.F.R. § 1.97(f) AND § 1.27 (c) – SMALL BUSINESS CONCERN**

I hereby state that I am an official of the small business concern empowered to act on behalf of the concern identified below:

Name: Polestar Capital Partners, LLC

Address: 545 Madison Avenue
New York, NY 10022

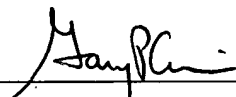
I hereby state that the above identified small business concern qualifies as a small business concern as defined in 13 C.F.R. §§ 121.3-18, and reproduced in 37 C.F.R. § 1.9(d), for purposes of paying reduced fees under section 41(a) and (b) of Title 35, United States Code, in that the number of employees of the concern, including those of its affiliates, does not exceed 500 persons. For purposes of this statement, (1) the number of employees of the business concern is the average over the previous fiscal year of the concern of the persons employed on a full-time, part-time or temporary basis during each of the pay periods of the fiscal year, and (2) concerns are affiliates of each other when either, directly or indirectly, one concern controls or has the power to control the other, or a third party or parties controls or has the power to control both. I hereby state that exclusive rights under contract or law have been conveyed to and remain with the small business concern identified above with regard to the patent or patent application identified in the caption above.

I hereby declare that rights under contract or law have been conveyed to and remain with the small business concern identified above with regard to the invention titled FINANCING OF TENANT IMPROVEMENTS by inventor(s) Douglas G. Lowenstein, et al. described in the specification filed herewith.

No rights to the invention are held by any person, other than the inventor, who could not qualify as an independent inventor under 37 C.F.R. § 1.9(c) if that person made the invention, or by any concern that would not qualify as a small business concern under 37 C.F.R. § 1.9(d), or a nonprofit organization under 37 C.F.R. § 1.9(e).

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 C.F.R. § 1.28(b))

NAME OF PERSON SIGNING

 Gary P. Curwin

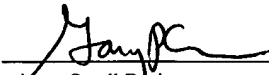
TITLE OF PERSON IF OTHER THAN OWNER

President

ADDRESS OF PERSON SIGNING

300 East 54th Street, Apt. 16B, New York, NY 10022

SIGNATURE



DATE

7/7/00